

B 210A (Form 210A) (12/09)

UNITED STATES BANKRUPTCY COURT

Southern District of New York

In re Lehman Brothers Holdings Inc., et al.,

Case No. 08-13555 (JMP)

TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Elliott Associates, L.P.

Name of Transferee

Banco Santander, S.A.

Name of Transferor

Name and Address where notices to transferee should be sent:

Michael Stephan, Elliott Associates, L.P.
712 5th Avenue, 35th Fl, New York, NY 10019

Court Claim # (if known): 22244

Amount of Claim: \$23,593,651*

Date Claim Filed: 09/21/2009

Phone: (212) 974-6000

Last Four Digits of Acct #: _____

Phone: +34912572297

Last Four Digits of Acct. #: _____

Name and Address where transferee payments should be sent (if different from above):

*plus additional amounts as set forth in the proof of claim

Phone: _____

Last Four Digits of Acct #: _____

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By: Elliott Capital Advisors, L.P., as general partner

By: Braxton Associates Inc., as general partner

By: _____
Transferee/Transferor's Agent

Date: January 6, 2011

By: Elliott Greenberg, Vice President

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

EVIDENCE OF TRANSFER OF CLAIM

TO: Lehman Brothers Holdings Inc. as the Guarantor (for the purposes of this Notice the "Debtor") and the Bankruptcy Court (as defined below).

For value received, the adequacy and sufficiency of which are hereby acknowledged, Banco Santander, S.A. ("Assignor") unconditionally and irrevocably hereby sells, transfers and assigns to Elliott Associates, L.P. (the "Assignee") pursuant to a Transfer of Claim Agreement dated December 22, 2010 between the Assignor and the Assignee, all right, title, interest, claims and causes of action in and to, or arising under or in connection with, a general unsecured claim (as such term is defined in Section 101(5) of the U.S. Bankruptcy Code) (the "Claim") against Lehman Brothers Holdings Inc. as Debtor, one of the debtors-in-possession in the chapter 11 reorganization case entitled, In re Lehman Brothers Holdings Inc., et al., Chapter 11 Case Number 08-13555 (JMP) (Jointly Administered), pending in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), arising under a guarantee dated August 11, 2000 between the Debtor and the Assignor relating to the ISDA Master Agreement dated November 11, 1997 and related documents (the "ISDA") between the Assignor and the Debtor including, without limitation, all of its interest in claims represented by Proof of Claim number 22244.

The Assignor hereby waives any objection to the transfer of the Claim to the Assignee on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be prescribed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. The Assignor acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to the Assignor transferring to the Assignee the Claim and recognizing the Assignee as the sole owner and holder of the Claim. The Assignor further directs the Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the Claim, and all payments or distributions of money or property in respect of the Claim, shall be delivered or made to the Assignee.

IN WITNESS WHEREOF, this EVIDENCE OF TRANSFER OF CLAIM IS EXECUTED
THIS 22nd day of December, 2010

ASSIGNOR:

BANCO SANTANDER, S.A.

By: 

Name:

Title:

ASSIGNEE:

ELLOTT ASSOCIATES, L.P.

By: _____

Name:

Title:

IN WITNESS WHEREOF, this EVIDENCE OF TRANSFER OF CLAIM IS EXECUTED
THIS 22nd day of December, 2010

ASSIGNOR:

BANCO SANTANDER, S.A.

By: _____
Name:
Title:

ASSIGNEE:

ELLOTT ASSOCIATES, L.P.

By: _____
Name:
Title:

Elliott Associates, L.P.
By: Elliott Capital Advisors, L.P., as general partner
By: Braxton Associates, Inc., as general partner

By: _____
Elliot Greenberg, Vice President